

BY-LAWS OF THE LEON COUNTY MBE CITIZEN ADVISORY COMMITTEE

STATEMENT OF PURPOSE

The MBE Citizen Advisory Committee was established for the purpose of monitoring the progress of the Minority Business Enterprise Program toward the achievement of program performance goals. These performance goals are identified in the 1994 disparity study commissioned and its findings accepted by the Board of County Commissioners. The MBE Citizen Advisory Committee may also be called upon to make recommendations seeking resolution of compliance and certification complaints.

The MBE Citizen Advisory Committee will operate under bylaws approved by the Board of County Commissioners. These bylaws will be periodically reviewed by the Board of County Commissioners. The MBE Citizen Advisory Committee will report to the Board of County Commissioners and will comply with Florida's Public Records and Sunshine laws.

ARTICLES I - OFFICES

The MBE Citizen Advisory Committee shall operate from the office of the Leon County Minority Business Enterprise (MBE) Program office. The person in charge of the MBE office shall be the Leon County MBE Coordinator.

ARTICLE II - MEETINGS

Section 1. Regular Meetings. The MBE Citizen Advisory Committee shall hold regular meetings in accordance with the following schedule, unless altered or modified by the MBE Citizen Advisory Committee Members:

Monthly Meeting: 12 noon, Second Wednesday of every other month

Section 2. Special Meetings. The Chair may call a special meeting or cancel any regular meeting of the MBE Citizen Advisory Committee by providing actual notice to each member at least twenty-four (24) hours in advance of the meeting. No action shall be taken at a special meeting on an issue unless the issue requires action before the next regular meeting. If it is intended that action is to be taken at a special meeting on a pending issue, the most appropriate notice under the circumstances shall be given to the committee members and the public. No action shall be taken at any special meeting unless notice has been provided to all committee members as indicated.

Section 3. Place of Meetings. The meetings of the MBE Citizen Advisory Committee will take place in a Leon County Court House facility. The meeting location shall be secured and noticed by the County's MBE Coordinator.

ARTICLE III - OFFICERS

The MBE Citizen Advisory Committee shall elect one of its members as Chair for a term of one (1) year. The MBE Citizen Advisory Committee shall also elect one of its members as Vice-Chair for a term of one (1) year. The Vice-Chair shall serve as Chair in the absence of the elected Chair. The most senior member present will serve as Chair in the absence of the elected Chair and Vice-Chair. Elections shall be held each year during the September meeting. The term of the Chair and Vice Chair shall begin with the month of October and end on the last day of the following September.

ARTICLE IV - PASSAGE OF MOTIONS OR MATTERS

Section 1. Issues or Matters for Regular Business. At an assembled meeting of the MBE Citizen Advisory Committee, no issue or matter pertaining to the business of the MBE Citizen Advisory Committee shall be passed unless a quorum is present. A quorum shall be present pursuant to article IV, Section 3.

Section 2. Amending Bylaws. These Bylaws may be amended at a regular or special meeting of the MBE Citizen Advisory Committee by an affirmative vote of the majority of voting committee members. Proposed amendments may be approved by the Committee after due notice at a regular meeting of the MBE Citizen Advisory Committee. Due notice shall be given to the MBE Citizen Advisory Committee members at least 10 days in advance of the vote to make changes in the existing bylaws. Any amendments to the bylaws are subject to the express approval of the Board of County Commissioners.

Section 3. Quorum. A majority of the total current appointees shall constitute a quorum. It is necessary for a quorum to be present at a time a vote is taken on any matter. Proxy voting or voting by a person substituting for a committee member is not allowed. 7/4

Section 4. Attendance. An MBE Citizen Advisory Committee member shall relinquish his or her seat on the committee if he or she is absent from two of three successive meetings without cause or prior approval from the Committee Chairperson. Upon notification from the MBE Citizens Advisory Committee Chairperson, the Board of County Commissioners shall fill such vacancy for the remainder of the unexpired term.

ARTICLE V - CONTINUANCES

The MBE Citizen Advisory Committee, by motion and affirmative vote, may elect to continue any issue on an agenda for consideration until the next regular meeting or special meeting.

ARTICLE VI - GOOD FAITH EFFORT COMMITTEE

MBE Citizen Advisory Committee Chair shall appoint a committee member to serve on the MBE Good Faith Effort Committee. This committee will operate in accordance with the Good Faith Effort requirements stated in the Leon County MBE policies.

Any MBE Citizen Advisory Committee member that is appointed to the County's MBE Good Faith Effort Committee shall abstain from voting on any matter or issue which would:

- A. Inure that member a special private gain.
- B. Inure a special private gain for any principle by whom the member is retained or to a parent organization or subsidiary of a principle in which he or she is retained.
- C. Inure the special gain for a relative, business associate or public officer.

An MBE Citizen Advisory Committee member shall also abstain from voting on any matter or issue in which that member cannot fairly and objectively make a decision.

ARTICLE VII - AGENDAS

The MBE Citizen Advisory Committee will follow a printed agenda for the order of business at each meeting. The Chair, without an objection from the members, may alter the order of business on the agenda. If an objection is noted by a member, a motion duly made and passed is required to rearrange the order of its noted agenda.

ARTICLE VIII - CONFLICT OF INTEREST

No MBE Citizen Advisory Committee member shall vote in that member's official capacity on any matter brought before the MBE Citizen Advisory Committee which would:

- A. Inure to that member a special private gain.
- B. Inure a special private gain for any principle by whom the member is retained or to a parent organization or subsidiary of a principle in which he or she is retained.
- C. Inure the special gain for a relative, business associate or public officer.

An MBE Citizen Advisory Committee member shall also abstain from voting on any matter or issue in which that member cannot fairly and objectively make a decision.

ARTICLE IX - OTHER RULES OF PROCEDURE

Except where in conflict with these bylaws or pertinent ordinances, the MBE Citizen Advisory Committee shall generally adhere to "Robert's Rules of Order" in conducting its business and meetings.

ARTICLE X - MINUTES OF MEETINGS

The MBE Coordinator shall have the responsibility of recording and producing the minutes for each regular and special meeting. In the absence of the MBE Coordinator at a regular or special meeting(s), the Chair shall appoint a member to record the minutes of the meeting and provide them to the MBE Coordinator at a later date.

The MBE Coordinator shall prepare all agendas, following instructions given by the Chairperson. All staff functions required of the MBE Citizen Advisory Committee shall be performed by the MBE Program Office. The MBE Coordinator shall make public notice of all meetings of the MBE Citizen Advisory Committee.

ARTICLE XI - GENERAL PROVISIONS

Section 1. **Voting Rights.** Each member shall be entitled to one (1) vote. Proxy votes or absentee ballots shall not be allowed. Speaker telephone participation is to be avoided, unless in extreme cases. The member participating by way of a speaker telephone may not vote or be counted in making a quorum.